

IN THE UNITED STATES DISTRICT COURT

FOR THE DISTRICT OF ALASKA

AT ANCHORAGE

ALASKA RENT-A-CAR, INC.,

an Alaska Corporation,

Plaintiff,

V.

CENDANT CORPORATION, et al.,

Defendants.

Case No. 3:03-cv-29 [TMB]

STIPULATION

Defendants stipulate as follows:

1. Avis Rent A Car System, LLC, corporate successor to Avis Rent A Car System, Inc., owns 100% of AESOP Leasing Corporation, which owns 99% of AESOP Leasing LP, the remaining 1% of which is owned by Avis Rent-A-Car System, LLC.

2. Cendant Rental Car Funding (AESOP) LLC, corporate successor to AESOP Funding II LLC, is 98% owned by AESOP Leasing LP and 2% owned by AESOP Leasing Corp.

3. If the ownership or role of the foregoing or other AESOP entities becomes an issue in motion practice or for trial, the “genuine surprise” provisions of the Stipulation and Order RE: DM 35, 36, and 37 Regarding Scheduling shall apply.

4. In January 2006, Avis Rent A Car System, Inc. converted to a Delaware limited liability company, Avis Rent A Car System LLC, and Cendant Car Rental Group, Inc. converted to a Delaware limited liability company, Cendant Car Rental Group LLC, which then converted to Avis Budget Car Rental LLC. Defendants do not object to

plaintiff's amending their complaint to replace the former "Inc." entities with the current "LLC" entities. If the changes described in the first sentence of this paragraph become an issue in motion practice or trial, then the "genuine surprise" provisions of Stipulation and Order Re: DM 35, 36 and 37 Regarding Scheduling shall apply. The genuine surprise provision shall also apply if the LLC entities are raised in motion practice or trial.

DATED: 4/12/06

JERMAIN, DUNNAGAN & OWENS, PC
Attorneys for Defendants

By: Diane F. Vallentine
Diane F. Vallentine, Alaska Bar No. 7710177

DATED: 4/16/06

DLA PIPER RUDNICK GRAY CARY US LLP
Attorneys for Defendants

By: Diane F. Vallentine
for John F. Dienelt, Washington D.C. Bar #110742

DATED: 4/11/06

Seen and Agreed.

BANKSTON GRONNING O'HARA
Attorneys for Plaintiff Alaska Rent-A-Car, Inc.
By: [Signature]
Jon T. Givens, Alaska Bar #9011072

IT IS RECOMMENDED.

DATED: 4-11-06

D B Ruskin
DAVID B. RUSKIN
Special Master

ORDER

IT IS SO ORDERED.

DATED: _____

TIMOTHY M. BURGESS
UNITED STATES DISTRICT COURT JUDGE

CERTIFICATE OF SERVICE

I hereby certify that on April 14, 2006 a copy of foregoing
Stipulation was served electronically on Jon T. Givens
Diane F. Vallentine and on

John F. Dienelt
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by regular U.S. Mail

s/David B. Ruskin